

F 00000000560

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

MJH

SUBJECT: Advisor's CAPITAL INVESTMENTS INC.
(Name of corporation - must include suffix)

300003467913--1
-11/16/00--01087--005
175.00 *87.50

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

ROBERT K. MANN
(Name of Person)

Advisor's CAPITAL INVESTMENTS INC.
(Firm/Company)

17 TRIPP ROAD
(Address)

Woodstock, CT 06281
(City/State and Zip code)

For further information concerning this matter, please call:

Robert K. MANN at (800) 397-0722
(Name of Person) (Area Code & Daytime Telephone Number)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. ADVISOR'S CAPITAL INVESTMENTS INC.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. DELAWARE 3. 06-1166053
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 2/24/83 5. PERPETUAL
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. FORMERLY EXEMPT OPERATING FROM CT. FL OFFICE UPON QUALIFICATION
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 17 TRIPP ROAD WOODSTOCK, CT 06281
(Principal office address)

17 TRIPP ROAD WOODSTOCK, CT 06281
(Current mailing address)

8. ANY LEGAL BUSINESS
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: ROBERT K. MANN

Office Address: 328 SOUTH MILITARY TRAIL

DEERFIELD BEACH, Florida 33442
(City) (Zip code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Robert K. Mann
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: ROBERT K. MANN

Address: 2220 SO. OCEAN BLVD,
DELRAY BEACH, FL 33483

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: ROBERT K. MANN

Address: 2220 SO. OCEAN BLVD,

Vice President: _____

Address: _____

Secretary: FRANK D. PIETROSK,

Address: 395 CIRCUIT STREET NORWELL, MA. 02061

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Robert K. Mann* Chairman
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. ROBERT K. MANN CHAIRMAN & PRESIDENT
(Typed or printed name and capacity of person signing application)


Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ADVISOR'S CAPITAL INVESTMENTS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTEENTH DAY OF NOVEMBER, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.




Edward J. Freel, Secretary of State

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AUTHENTICATION: 0787136

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DATE: 11-13-00